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# Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

**2012**Department of the Treasury  
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2012, or tax year beginning , 2012, and ending

Name of foundation <b>THE JOSHUA P. &amp; ELIZABETH D. DARDEN FOUNDATION</b>		<b>A</b> Employer identification number <b>54-1661365</b>						
Number and street (or P O box number if mail is not delivered to street address) <b>1303 BALLANTRAE COURT</b>		<b>B</b> Telephone number (see the instructions) <b>(757) 640-1414</b>						
City or town <b>MCLEAN</b>	State ZIP code <b>VA 22101</b>	<b>C</b> If exemption application is pending, check here <input type="checkbox"/>						
<b>G</b> Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial Return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial Return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial Return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
<b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ <b>1,510,893.</b>		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						
<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)								

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b> Contributions, gifts, grants, etc., received (att sch)					
<b>2</b> Ck <input checked="" type="checkbox"/> if the found is not req to att Sch B					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities		30,604.	30,604.	30,604.	
<b>5a</b> Gross rents					
<b>b</b> Net rental income or (loss)					
<b>6a</b> Net gain/(loss) from sale of assets not on line 10					
<b>b</b> Gross sales price for all assets on line 6a					
<b>7</b> Capital gain net income (from Part IV, line 2)			0.		
<b>8</b> Net short-term capital gain				3,267.	
<b>9</b> Income modifications					
<b>10a</b> Gross sales less returns and allowances					
<b>b</b> Less Cost of goods sold					
<b>11</b> Other income (attach schedule)					
See Line 11 Stmt		-8,212.	-8,212.	-8,212.	
<b>12 Total.</b> Add lines 1 through 11		22,392.	22,392.	25,659.	
<b>13</b> Compensation of officers, directors, trustees, etc					
<b>14</b> Other employee salaries and wages					
<b>15</b> Pension plans, employee benefits					
<b>16a</b> Legal fees (attach schedule) L-16a Stmt		52.	52.	52.	
<b>b</b> Accounting fees (attach sch)					
<b>c</b> Other prof fees (attach sch) L-16c Stmt		11,211.	11,211.	11,211.	
<b>17</b> Interest		6.	6.	6.	
<b>18</b> Taxes (attach schedule) (see instrs)					
<b>19</b> Depreciation (attach sch) and depletion					
<b>20</b> Occupancy					
<b>21</b> Travel, conferences, and meetings					
<b>22</b> Printing and publications					
<b>23</b> Other expenses (attach schedule)					
See Line 23 Stmt		620.	620.	620.	
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23		11,889.	11,889.	11,889.	
<b>25</b> Contributions, gifts, grants paid		407,182.			407,182.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25		419,071.	11,889.	11,889.	407,182.
<b>27</b> Subtract line 26 from line 12:					
<b>a</b> Excess of revenue over expenses and disbursements		-396,679.			
<b>b</b> Net investment income (if negative, enter -0-)			10,503.		
<b>c</b> Adjusted net income (if negative, enter -0-)				13,770.	

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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
<b>ASSETS</b>	1 Cash — non-interest-bearing	77,525.	34,189.	34,189.	
	2 Savings and temporary cash investments				
	3 Accounts receivable				
	Less: allowance for doubtful accounts				
	4 Pledges receivable				
	Less: allowance for doubtful accounts				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach sch)				
	Less: allowance for doubtful accounts				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments — U.S. and state government obligations (attach schedule)				
	b Investments — corporate stock (attach schedule) L-10b Stmt	1,567,044.	1,179,523.	1,476,704.	
	c Investments — corporate bonds (attach schedule)				
	11 Investments — land, buildings, and equipment: basis				
Less: accumulated depreciation (attach schedule)					
12 Investments — mortgage loans					
13 Investments — other (attach schedule)					
14 Land, buildings, and equipment: basis					
Less: accumulated depreciation (attach schedule)					
15 Other assets (describe )					
16 <b>Total assets</b> (to be completed by all filers — see the instructions. Also, see page 1, item I)	1,644,569.	1,213,712.	1,510,893.		
<b>LIABILITIES</b>	17 Accounts payable and accrued expenses	1,072.	1,072.		
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, & other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe )				
	23 <b>Total liabilities</b> (add lines 17 through 22)	1,072.	1,072.		
<b>FUND ASSETS</b>	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.		X		
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, building, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds	1,643,497.	1,212,640.		
	30 <b>Total net assets or fund balances</b> (see instructions)	1,643,497.	1,212,640.		
	31 <b>Total liabilities and net assets/fund balances</b> (see instructions)	1,644,569.	1,213,712.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,643,497.
2 Enter amount from Part I, line 27a	2	-396,679.
3 Other increases not included in line 2 (itemize) <u>SHORT TERM GAINS</u>	3	3,267.
4 Add lines 1, 2, and 3	4	1,250,085.
5 Decreases not included in line 2 (itemize) <u>See Other Decreases Stmt</u>	5	37,445.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,212,640.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a See schedule	P	01/31/12	12/31/12
b See schedule	P	01/31/11	12/31/12
c Thru K-1	P	01/31/11	12/31/12
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 211,642.		208,375.	3,267.
b 378,025.		401,522.	-23,497.
c 50.		0.	50.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(j) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			3,267.
b			-23,497.
c			50.
d			
e			

2 Capital gain net income or (net capital loss).	[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]	2	-20,180.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	[ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 ]	3	3,267.

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	180,153.	1,786,591.	0.100836
2010	100,001.	1,836,841.	0.054442
2009	100,002.	1,841,854.	0.054294
2008	145,112.	1,923,150.	0.075455
2007	100,017.	2,669,401.	0.037468

2 Total of line 1, column (d)	2	0.322495
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.064499
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,639,019.
5 Multiply line 4 by line 3	5	105,715.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	105.
7 Add lines 5 and 6	7	105,820.
8 Enter qualifying distributions from Part XII, line 4	8	407,182.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 — see instructions)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	105.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	105.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	105.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6a	470.	
b Exempt foreign organizations — tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	470.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	365.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <b>365.</b> Refunded	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ..... \$ ..... (2) On foundation managers ..... \$ .....		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ..... \$ .....		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Form 990-PF (2012)

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13		X
14	The books are in care of <u>FOUNDATION</u> Telephone no. <u>(757) 640-1414</u> Located at <u>101 WEST MAIN ST #415</u> <u>NORFOLK</u> <u>VA</u> ZIP + 4 <u>23510</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country				X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If 'Yes,' did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)		
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		

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Form 990-PF (2012)

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

☐ Yes ☒ No

☐ Yes ☒ No

☐ Yes ☒ No

☐ Yes ☒ No

**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

☐

**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If 'Yes' to 6b, file Form 8870

☐ Yes ☒ No

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

5b

6b

7b

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOSHUA P. DARDEN 701 CAVALIER DRIVE VIRGINIA BEACH VA 23451	PRES./DIR 5.00	0.	0.	0.
ELIZABETH D. DARDEN 701 CAVALIER DRIVE VIRGINIA BEACH VA 23451	TREAS/DIR 5.00	0.	0.	0.
E. HOLLEY DARDEN 1303 BALLANTRAE COURT MCLEAN VA 22101	SEC/DIR 5.00	0.	0.	0.
AUDREY D. PARROTT 701 CAVALIER DRIVE VIRGINIA BEACH VA 23451	DIR 5.00	0.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1 — see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

None

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		None

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	

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Form 990-PF (2012)



**Part IX Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
<b>a</b>	Average monthly fair market value of securities	<b>1 a</b> 1,608,122.
<b>b</b>	Average of monthly cash balances	<b>1 b</b> 55,857.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1 c</b>
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1 d</b> 1,663,979.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1 e</b>
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>
<b>3</b>	Subtract line 2 from line 1d	<b>3</b> 1,663,979.
<b>4</b>	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b> 24,960.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b> 1,639,019.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b> 81,951.

**Part X Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b> 81,951.
<b>2 a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2 a</b> 105.
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI)	<b>2 b</b>
<b>c</b>	Add lines 2a and 2b	<b>2 c</b> 105.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b> 81,846.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>
<b>5</b>	Add lines 3 and 4	<b>5</b> 81,846.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b> 81,846.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	
<b>a</b>	Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	<b>1 a</b> 407,182.
<b>b</b>	Program-related investments — total from Part IX-B	<b>1 b</b>
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:	
<b>a</b>	Suitability test (prior IRS approval required)	<b>3 a</b>
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3 b</b>
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b> 407,182.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b> 105.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b> 407,077.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

BAA

Form 990-PF (2012)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				81,846.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2012				
a From 2007	0.			
b From 2008	48,954.			
c From 2009	7,909.			
d From 2010	8,341.			
e From 2011	91,019.			
f Total of lines 3a through e	156,223.			
4 Qualifying distributions for 2012 from Part XII, line 4: \$ 407,182.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				81,846.
e Remaining amount distributed out of corpus	325,336.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	481,559.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	481,559.			
10 Analysis of line 9:				
a Excess from 2008	48,954.			
b Excess from 2009	7,909.			
c Excess from 2010	8,341.			
d Excess from 2011	91,019.			
e Excess from 2012	325,336.			

BAA

Form 990-PF (2012)

## N/A

- Form 990-PF (2012)

## Part XV Supplementary Information (continued)

### 3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
DWELLING PLACE PO BOX 6194 NORFOLK VA 23508		GENERAL	FAMILY SHELTER	5,000.
HOPE HOUSE FDN 801 BOUSH ST NORFOLK VA 23510		GENERAL	ASSISTANCE FOR INDIVIDUALS AND FAMILIES	5,000.
BURROWSVILLE FIRE DEPT. 17300 JAMES RIVER DR DISPUTANTA VA 23842		GENERAL	EMERGENCY	50.
NORFOLK SPCA 916 BALLENTINE BLVD NORFOLK VA 23504		GENERAL	CARE OF ANIMALS	10,000.
PLACES AND PROGRAMS FOR CHILDREN 702 LONDON ST PORTSMOUTH VA 23707		GENERAL	DAYCARE AND SAFE HARBOR FOR CHILDREN	10,000.
VIRGINIA BEACH SPCA 3040 HOLLAND ROAD VA BEACH, VA 23456		GENERAL	PROTECTION AND SAFETY OF ANIMALS	5,000.
THE UP CENTER 229 W 19TH ST NORFOLK VA 23517		GENERAL	CHILDREN'S LEGAL AID ASSISTANCE	5,000.
CHESAPEAKE BAY FOUNDATION 6 HERNDON AVE ANNAPOLIS MD 21403		GENERAL	PRESERVING THE CHESAPEAKE BAY	10,000.
YMCA OF SO HAMPTON ROADS 250 W BRAMBLETON AVE, SUITE 100 NORFOLK VA 23510		GENERAL	EXERCISE AND HEALTH FOR FAMILY MEMBERS	10,000.
See Line 3a statement				347,132.
<b>Total</b>				<b>407,182.</b>
<b>b Approved for future payment</b>				
<b>Total</b>				<b>3b</b>

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments . . . .					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities		30,604.	18		
5	Net rental income or (loss) from real estate:					
a	Debt-financed property . . . .					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income . . . .					
8	Gain or (loss) from sales of assets other than inventory			18		
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e) . . .		30,604.			
13	Total. Add line 12, columns (b), (d), and (e) . . .				13	30,604.

(See worksheet in line 13 instructions to verify calculations.)

## **Part XVI B Relationship of Activities to the Accomplishment of Exempt Purposes**

[illegible]



Form 990-PF, Page 1, Part I, Line 11

**Line 11 Stmt**

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
MISCELLANEOUS	697.	697.	697.
PARTNERSHIP LOSS	-8,909.	-8,909.	-8,909.
Total	-8,212.	-8,212.	-8,212.

Form 990-PF, Page 1, Part I, Line 23

**Line 23 Stmt**

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
OFFICE EXPENSE	15.	15.	15.	
PARTNERSHIP PASS-THRU	605.	605.	605.	
Total	620.	620.	620.	

Form 990-PF, Page 2, Part III, Line 5

**Other Decreases Stmt**

LOSS ON SALE OF STOCKS	23,447.
PARTNERSHIP-NONTAXABLE	2.
P/Y PARTNERSHIP ADJUSTMENTS	13,996.
Total	37,445.

Form 990-PF, Page 11, Part XV, line 3a

**Line 3a statement**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox  Amount
<b>a Paid during the year</b>				
CANCER CARE FDN OF TIDEWATER PO BOX 12693 NORFOLK VA 23541		MEDICAL	PHYSICAL AND MENTAL ASSISTANCE	Person or <input type="checkbox"/> Business <input type="checkbox"/> 10,000.
FOODBANK OF SOUTHEASTERN VA 800 TIDEWATER DRIVE NORFOLK VA 23504		GENERAL	NUTRITIONAL ASSISTANCE	Person or <input type="checkbox"/> Business <input type="checkbox"/> 20,000.
PARTNERSHIP PASS THRU FL 33410		GENERAL	THRU K-1	Person or <input type="checkbox"/> Business <input type="checkbox"/> 2.
CHRYSLER MUSEUM OF ART 245 WEST OLNEY ROAD NORFOLK VA 23510		CULTURAL	CULTURAL ENLIGHTENMENT	Person or <input type="checkbox"/> Business <input type="checkbox"/> 25,100.
SAMARITAN HOUSE PO BOX 2400 VIRGINIA BEACH VA 23450		GENERAL	ASSISTANCE FOR FAMILIES & INDIVIDUALS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 5,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

## Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox  Amount
<b>a Paid during the year</b>				
VIRGINIA BEACH CASA 2425 NIMMO PARKWAY VIRGINIA BEACH VA 23541		GENERAL	CHILD ABUSE ADVOCATES	Person or <input type="checkbox"/> Business <input type="checkbox"/> 5,000.
CIVIC LEADERSHIP INSTITUTE 4211 MONARCH WAY NORFOLK VA 23508		GENERAL	COMMUNITY ENVIRONMENT	Person or <input type="checkbox"/> Business <input type="checkbox"/> 10,000.
CHILDREN'S HOSPITAL OF THE KING'S DAUGHT 601 CHILDREN'S LANE NORFOLK VA 23507		MEDICAL	TO AID CHILDREN	Person or <input type="checkbox"/> Business <input type="checkbox"/> 50.
EASTERN SHORE MEMORIAL FUND 2020 LASKIN ROAD VIRGINIA BEACH VA 23454		GENERAL	GENERAL	Person or <input type="checkbox"/> Business <input type="checkbox"/> 50.
ELIZABETH RIVER PROJECT 475 WATER STREET PORTSMOUTH VA 23704		GENERAL	EDUCATION GENERAL	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,000.
EPISCOPAL HIGH SCHOOL 1200 NORTH QUAKER LANE ALEXANDRIA VA 22302		GENERAL	EDUCATIONAL	Person or <input type="checkbox"/> Business <input type="checkbox"/> 250,000.
JT WALK 2420 ATLANTIC AVE. VIRGINIA BEACH VA 23451		GENERAL	MEDICAL RESEARCH	Person or <input type="checkbox"/> Business <input type="checkbox"/> 300.
NATIONAL PARKINSON FDN. 1501 NW 9TH AVE MIAMI FL 33136		GENERAL	GENERAL	Person or <input type="checkbox"/> Business <input type="checkbox"/> 120.
NAT'L TR FOR HISTORIC PRESERVATION 1785 MASSACHUSETTS AVE NW WASHINGTON DC 20036		GENERAL	GENERAL	Person or <input type="checkbox"/> Business <input type="checkbox"/> 120.
NORFOLK BOTANICAL GARDEN 6700 AZALEA GARDEN ROAD NORFOLK VA 23518		GENERAL	CULTURAL	Person or <input type="checkbox"/> Business <input type="checkbox"/> 150.
RANDOLPH COLLEGE 2500 RIVERMONT AVE LYNCHBURG VA 24503		GENERAL	EDUCATIONAL	Person or <input type="checkbox"/> Business <input type="checkbox"/> 10,000.
SAINT MARY'S SCHOOL 900 HILLSBOROUGH STREET RALEIGH NC 27603		GENERAL	EDUCATIONAL	Person or <input type="checkbox"/> Business <input type="checkbox"/> 10,000.
THE CHURCH OF THE GOOD SHEPHERD 7400 HAMPTON BLVD NORFOLK VA 23505		GENERAL	RELIGIOUS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 100.
HARBORS EDGE CHARITABLE FDN ONE COLLEY AVENUE NORFOLK VA 23510		GENERAL	GENERAL	Person or <input type="checkbox"/> Business <input type="checkbox"/> 140.

Total

347,132.



Form 990-PF, Page 1, Part I

**Line 16a - Legal Fees**

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Pender & Coward	legal	52.	52.	52.	
Total		<u>52.</u>	<u>52.</u>	<u>52.</u>	

Form 990-PF, Page 1, Part I

**Line 16c - Other Professional Fees**

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Asset Mgmt Advisors	investment	11,211.	11,211.	11,211.	
Total		<u>11,211.</u>	<u>11,211.</u>	<u>11,211.</u>	

Form 990-PF, Page 2, Part II, Line 10b

**L-10b Stmt**

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
SEE SCHEDULE	1,179,523.	1,476,704.
Total	<u>1,179,523.</u>	<u>1,476,704.</u>

**REALIZED GAINS AND LOSSES**

**JPD-EDD Foundation**

**Account # 509**

*From 01-01-12 Through 12-31-12*

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
07-24-06	03-27-12	1,258 3150	HUSSMAN INVT TR	20,309 20	14,520 96		-5,788 24
01-30-06	03-27-12	1,581 2780	HUSSMAN INVT TR	25,000 00	18,247 95		-6,752 05
04-20-05	03-27-12	3,684 7220	HUSSMAN INVT TR	57,739 60	42,521 69		-15,217 91
04-07-08	03-27-12	1,631 8540	HUSSMAN INVT TR	25,000 00	18,831 59		-6,168 41
04-05-11	03-27-12	6,134 9690	SCHWAB CAP TR HEDGED EQ FD	100,000.00	100,490 79	490 79	
10-10-06	03-27-12	1,213 5550	UNIFIED SER TR IRON STRAT INC	12,317 58	13,822 39		1,504 81
06-29-10	03-27-12	165 0780	UNIFIED SER TR IRON STRAT INC	1,880.24	1,880 24		0.00
09-29-10	03-27-12	237 0340	UNIFIED SER TR IRON STRAT INC	2,763 92	2,699 82		-64.10
12-07-10	03-27-12	552 7370	UNIFIED SER TR IRON STRAT INC	6,572.04	6,295 67		-276 37
12-30-10	03-27-12	330 3600	UNIFIED SER TR IRON STRAT INC	3,894.94	3,762 80		-132.14
03-30-11	03-27-12	251 0170	UNIFIED SER TR IRON STRAT INC	3,004.67	2,859 08	-145.59	
06-29-11	03-27-12	215 7460	UNIFIED SER TR IRON STRAT INC	2,558.75	2,457 35	-101.40	
09-29-11	03-27-12	169 4950	UNIFIED SER TR IRON STRAT INC	1,901.73	1,930.55	28.82	
12-06-11	03-27-12	1,023 6010	UNIFIED SER TR IRON STRAT INC	11,228 91	11,658 81	429 90	
12-29-11	03-27-12	231 1930	UNIFIED SER TR IRON STRAT INC	2,531 56	2,633 29	101 73	
03-27-12	12-10-12	1,378.360	FPA FDS TR FPA CRESCENT I	39,407.32	40,000.00	592.68	
09-29-10	12-10-12	118 3390	UNIFIED SER TR IRON STRAT INC	1,391.66	1,350 25		-41 41
06-30-10	12-10-12	165 0780	UNIFIED SER TR IRON STRAT INC	1,900.05	1,883 54		-16 51
09-27-12	12-10-12	216 0490	UNIFIED SER TR IRON STRAT INC	2,450.00	2,465.12	15 12	

**REALIZED GAINS AND LOSSES**

**JPD-EDD Foundation**

**Account # 509**

*From 01-01-12 Through 12-31-12*

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
06-28-12	12-10-12	227 0790	UNIFIED SER TR IRON STRAT INC	2,516.03	2,590.97	74.94	
10-10-06	12-10-12	8,914 1210	UNIFIED SER TR IRON STRAT INC	90,478.33	101,710.12		11,231.79
02-18-11	12-10-12	2,878 526	IVA FIDUCIARY TR IVA WRLDWIDE I	50,000.00	47,006.33		-2,993.67
04-05-11	12-10-12	795 693	IVA FIDUCIARY TR IVA WRLDWIDE I	13,781.40	12,993.67		-787.73
03-27-12	12-10-12	1,928 0200	TFS CAP INVT TR MARKET NEUTRAL	28,843.18	30,000.00	1,156.82	
12-03-12	12-10-12	42.3250	TCW FDS INC EMRG MKTS CL I	397.01	399.97	2.96	
11-05-12	12-10-12	42.4840	TCW FDS INC EMRG MKTS CL I	395.10	401.47	6.37	
10-01-12	12-10-12	42 8760	TCW FDS INC EMRG MKTS CL I	393.17	405.18	12.01	
09-04-12	12-10-12	43 0400	TCW FDS INC EMRG MKTS CL I	391.23	406.73	15.50	
08-02-12	12-10-12	43 1590	TCW FDS INC EMRG MKTS CL I	389.29	407.85	18.56	
03-27-12	12-10-12	844 3170	TCW FDS INC EMRG MKTS CL I	7,455.32	7,978.80	523.48	
08-02-12	12-10-12	27 6950	VANGUARD BD INDEX FD TOT BD PTF INS	311.01	309.91	-1.10	
09-05-12	12-10-12	27 3050	VANGUARD BD INDEX FD TOT BD PTF INS	306.09	305.54	-0.55	
10-02-12	12-10-12	25 8930	VANGUARD BD INDEX FD TOT BD PTF INS	290.00	289.74	-0.26	
11-02-12	12-10-12	26 4720	VANGUARD BD INDEX FD TOT BD PTF INS	296.22	296.22	0.00	
12-06-12	12-10-12	25 3600	VANGUARD BD INDEX FD TOT BD PTF INS	283.78	283.78	0.00	
06-04-12	12-10-12	28 7760	VANGUARD BD INDEX FD TOT BD PTF INS	319.99	322.00	2.01	

**REALIZED GAINS AND LOSSES**

**JPD-EDD Foundation**

**Account # 509**

*From 01-01-12 Through 12-31-12*

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
07-02-12	12-10-12	28 1440	VANGUARD BD INDEX FD TOT BD PTF INS	312 40	314 93	2 53	
02-02-12	12-10-12	30 3520	VANGUARD BD INDEX FD TOT BD PTF INS	336 00	339 64	3 64	
03-02-12	12-10-12	29 1750	VANGUARD BD INDEX FD TOT BD PTF INS	322 09	326 47	4 38	
05-01-12	12-10-12	28 7280	VANGUARD BD INDEX FD TOT BD PTF INS	317 16	321 47	4 31	
10-03-11	12-10-12	31 9120	VANGUARD BD INDEX FD TOT BD PTF INS	351 99	357 10		5 11
11-01-11	12-10-12	31 8620	VANGUARD BD INDEX FD TOT BD PTF INS	351 12	356 54		5 42
01-03-12	12-10-12	31 0500	VANGUARD BD INDEX FD TOT BD PTF INS	341 55	347 45	5 90	
09-01-11	12-10-12	32 8410	VANGUARD BD INDEX FD TOT BD PTF INS	359 94	367 49		7 55
12-02-11	12-10-12	30 7830	VANGUARD BD INDEX FD TOT BD PTF INS	337 38	344 46		7 08
12-23-11	12-10-12	56 5730	VANGUARD BD INDEX FD TOT BD PTF INS	620 04	633 05	13 01	
04-02-12	12-10-12	11 2460	VANGUARD BD INDEX FD TOT BD PTF INS	123 04	125 84	2 80	
04-03-12	12-10-12	30 3470	VANGUARD BD INDEX FD TOT BD PTF INS	332 00	339 58	7 58	
09-01-10	12-10-12	29 7140	VANGUARD BD INDEX FD TOT BD PTF INS	324 18	332 50		8 32
11-01-10	12-10-12	32 7780	VANGUARD BD INDEX FD TOT BD PTF INS	356 95	366 79		9 84
10-01-10	12-10-12	32 0790	VANGUARD BD INDEX FD TOT BD PTF INS	349 02	358 96		9 94
08-01-11	12-10-12	32 9640	VANGUARD BD INDEX FD TOT BD PTF INS	357 00	368 87		11 87
12-02-10	12-10-12	31 9210	VANGUARD BD INDEX FD TOT BD PTF INS	344 75	357 20		12 45

**REALIZED GAINS AND LOSSES**  
**JPD-EDD Foundation**

**Account # 509**

*From 01-01-12 Through 12-31-12*

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
08-03-10	12-10-12	6,455 2700	VANGUARD BD INDEX FD TOT BD PTF INS	69,652.36	72,234.47		2,582.11
08-02-10	12-10-12	325 0000	MARKET VECTORS ETF TR GOLD MINER ETF	15,708.94	15,053.79		-655.15
TOTAL GAINS						3,515.84	15,396.29
TOTAL LOSSES						-248.90	-38,893.69
TOTAL REALIZED GAIN/LOSS						3,266.94	-23,497.41

ST 208,374.64 211,641.58  
LT 401,522.59 378,025.19

THE JOSHUA P. & ELIZABETH D. DARDEN FOUNDATION			
54-1661365			
12/31/12			
Stock	COST	FMV	
Vanguard Bd Index Fnd	58,687	60,361	
Unified Ser Tr Iron Strat Inc	113,684	126,614	
FPA FDS Tr FPA Crescent I	99,275	103,925	
Iva Fiduciary Tr Iva Wrldwide I	78,709	75,570	
Market Vectors ETF Tr	84,296	80,904	
Silver Crk Low Vol Strategies II	432,119	634,823	
Tcw Fds Inc Emrg Mkts CI I	70,943	74,789	
Templeton Income Tr Glb Bd Advsor	79,796	81,140	
Tfs Cap Invt Tr Market Neutral	96,157	100,399	
AMA Private Real Estate Fnd I LP	65,857	138,179	
	1,179,523	1,476,704	

**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No. 1545-1709

Department of the Treasury  
Internal Revenue Service► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only. ☐*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns***Enter filer's identifying number, see instructions**

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE JOSHUA P. & ELIZABETH D. DARDEN FOUNDATION	54-1661365
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	1303 BALLANTRAE COURT,	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	McLEAN	VA 22101

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . . **01**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► HOLLEY DARDEN

Telephone No. ► (757) 640-1414 FAX No. ► (757) 640-1624

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until Aug 15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year 2012 or
  - ☐ tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	0.
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	0.
<b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	0.

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.**BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.**

Form 8868 (Rev. 1-2013)

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print  File by the extended due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE JOSHUA P. & ELIZABETH D. DARDEN FOUNDATION	54-1661365
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	1303 BALLANTRAE COURT, City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	McLEAN VA 22101	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . . **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

- The books are in care of **FOUNDATION**  
Telephone No. **(757) 640-1414** FAX No. \_\_\_\_\_
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **Nov 15**, 20 **13**.
- 5 For calendar year **2012**, or other tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension **K-1s have not yet been received.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	0.
8b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	470.
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **[Signature]** Title \_\_\_\_\_ Date **7/9/13**  
BAA FIFZ0502 01/21/13 Form 8868 (Rev 1-2013)